

**CERTIFICATE OF TRUST
THE CARA N. SULTON
REVOCABLE LIVING TRUST AGREEMENT**

The undersigned hereby certifies that he created a Revocable Living Trust. This Trust is known as: **THE CARA N. SULTON REVOCABLE LIVING TRUST**, dated the 27 day of Oct, 2000. CARA N. SULTON, Settlor and Trustee, resides at 7395 Fox Trace, the City of Southaven, State of Mississippi, the County of DeSoto.

IT IS AGREED BETWEEN THE PARTIES HERETO AS FOLLOWS:

Description of Trust, in accordance with Mississippi Code of 1972 ann. as amended in Section 91-9-1, et seq.

The party hereto desires to confirm the establishment of a Revocable Trust on this date, for the benefit of the Settlor and containing herein the following provisions:

1. The Settlor is designated as the Trustee to serve until her death, resignation or incompetence.
2. Upon the end of the term of the original Trustee, **OLIVER W. NEWELL, MARJORIE BROWN, and LENA MARTIN**, are designated as Joint Successor Trustees.
3. Any Trustee/Settlor has the power and authority to manage and control, buy, sell, and transfer the trust property, in such manner as the Trustee may deem advisable, and shall have, enjoy and exercise all powers and rights over and concerning said property and the proceeds thereof as fully and amply as though said Trustee were the absolute and qualified owner of same, including the power to grant, bargain, sell and convey, encumber and hypothecate, real and personal property, and the power to invest in corporate obligations of every kind, stocks, preferred or common, and to buy stocks, bonds and similar investments on margin or other leveraged accounts, except to the extent that such management would cause includability of an irrevocable trust in the Estate of a Trustee.
4. Following the death of the Settlor, the Trust continues or is distributed in whole or in part for the benefit of the following income and principal Beneficiaries according to the terms of the Trust: **OLIVER W. NEWELL, MARJORIE BROWN, and LENA MARTIN**.
5. Unless otherwise indicated to a prospective transferee, the Trustee has full power to transfer assets held in the name of the Trust and subsequent transferees are entitled to rely upon such transfers provided the chain of title is not otherwise deficient.
6. The Trust Agreement also states that any bank, corporation, brokerage firm or other entity or any individual may conclusively presume that the Trustee has full power and authority and such person or institution shall be held harmless and shall incur no liability by reason of so presuming.

CERTIFICATE OF TRUST

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7. The following described immovable property is subject to this trust. Upon the death of the trustor, the situs of the trust may be changed by a majority of the income beneficiaries designated in the trust:

Land and improvements on property located at 7395 Fox Trace, Southaven, DeSoto County, Mississippi.

SEE ATTACHED EXHIBIT "A" FOR FULL LEGAL DESCRIPTIONS

IN WITNESS WHEREOF, the party has hereto executed this Certificate of Trust this date.

WITNESSES:

[Signature]

[Signature]

**STATE OF MISSISSIPPI
COUNTY OF DeSOTO**

SETTLORS\TRUSTEES:

Cara N. Sutton

CARA N. SULTON
7395 Fox Trace
Southaven, Mississippi 38671
662-349-7357

On this the 27 day of Oct, 2000, before me, a Notary Public, personally appeared CARA N. SULTON, personally known to me to be the person whose name is subscribed to this instrument, and acknowledged that she executed it for the purposes herein expressed.

Filing Instructions
Miscellaneous Index

This instrument prepared by
The Legal Department of
Mid-South Trust & Estate Planning
3220 N. Turnbull Drive
Metairie, Louisiana 70002
(504) 454-0667

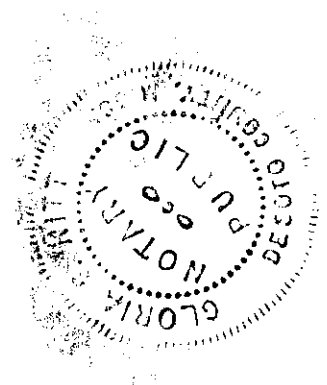
Gloria Fitt
NOTARY PUBLIC,
~~My Commission expires~~
MY COMMISSION EXPIRES: OCT 1, 2001.
BONDED THRU NOTARY PUBLIC UNDERWRITERS

After recording return to:

Cara N. Sutton
7395 Fox Trace
Southaven, Mississippi 38671

CERTIFICATE OF TRUST

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**REAL PROPERTY
OF
CARA N. SULTON**

**STATE OF MISSISSIPPI
COUNTY OF DeSOTO**

The land lying and being situated in DeSoto County, Mississippi, more particularly described as follows, to-wit:

Lot 194, Phase 3, Brentwood Farms Subdivision, Situated in Section 29, Township 1, South, Range 7 West, City of Southaven, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 55, Pages 22-23, in the office of the Chancery Clerk of DeSoto County, Mississippi.

Being the same property conveyed to Cara N. Sulton by Reeves-Williams, Inc., by Warranty Deed dated August 12, 1999.

FILING INSTRUCTIONS:

Lot 194, Phase 3, Brentwood Farms Subdivision, Situated in Section 29, Township 1, South, Range 7 West, City of Southaven, DeSoto County, Mississippi